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July 14, 2000



Federal Communications Commission  
1270 Fairfield Road  
Gettysburg, Pennsylvania 17325-7245

Re: **FCC FORM 602 FOR ASSOCIATION WITH FCC FORM 601**  
**APPLICATION FOR TRANSFER OF CONTROL OF LICENSES**

Applicant: TLA Spectrum, L.L.C.

File Nos.      0000186166  
                    0000186152  
                    0000186145  
                    0000186138  
                    0000187620

Dear Sir or Madam:

Transmitted herewith on behalf of TLA Spectrum, L.L.C. ("Applicant") is the required FCC Ownership Disclosure Information (FCC Form 602) for association with the above referenced applications for transfer of control of licenses on FCC Form 603.

Should any questions arise relating to this submission, please communicate with this office.

Very truly yours,

*B. Lynn F. Ratnavale*

B. Lynn F. Ratnavale

**FCC 602  
Main Form****FCC Ownership Disclosure Information for the  
Wireless Telecommunications Service6**

Approved by OMB  
3060 - 0790  
See instructions for  
public burden estimate

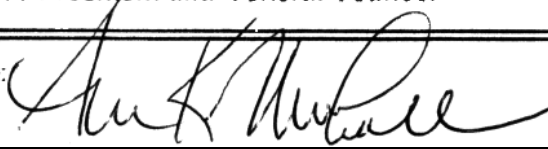
**Applicant/Licensee Information**

1) First Name (If individual):	MI:	Last Name:	suffix.
2) Applicant Name (if entity): TLA Spectrum, L.L.C.		3) Applicant TIN: [REDACTED]	

**Related FCC Regulated Businesses of Applicant/Licensee**

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary)	4b) Principal Business	4c) TIN:	4d) Percent of Interest Held.

**Signature****5) Typed or Printed Name of Party Authorized to Sign**

First Name. <b>Ann</b>	MI	Last Name. <b>Newhall</b>	Suffix:
Title. <b>Senior Vice President and General Counsel</b>			
Signature: 			Date: <b>7/12/00</b>
Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid.			

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 1(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 603).

FCC 602  
Schedule AFCC Ownership Disclosure Information for the  
Wireless Telecommunications ServicesApproved by OMB  
3080-0799  
See instructions for  
public burden estimate

## Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (If individual):		MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (If entity): Rural Cellular Corporation		3) Disclosable Interest Holder's TIN:		
4) Disclosable Interest Holder's Address: P.O. Box 2000, 3905 Dakota Street SW, Alexandria, MN 56308				
5) Type of Interest In Applicant ( D ) (refer to instructions for list)	6) Disclosable Interest Holder Is a(n): ( C ) (refer to instructions for list of codas);		7) Percent of Interest Held in Applicant; 100	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C		9) Disclosable Interest Holder's Country of Citizenship: Minnesota		
10) Relationship Description (If the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): N/A				

## Related FCC Regulated Businesses of Disclosable Interest Holder6 (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary);	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
RCC Minnesota, Inc. 3805 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		100
RCC Paging, Inc. 3905 Dakota St SW, Box 2000, Alexandria, MN 56308	Telecommunications		100
MRCC, Inc. Six Telecom Drive, Bangor, ME 04401	Telecommunications		100
RCC Network, Inc. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications	1 0 0	
Western Maine Cellular, Inc. Six Telecom Drive, Bangor, ME 04401	Telecommunications		100
RCC Atlantic, Inc. 1100 Mountain View Dr., Colchester, VT 05446	Telecommunications		100
RCC Atlantic Long Distance, Inc. 1100 Mountain View Dr., Colchester, VT 06446	Telecommunications		100
Wireless Alliance, L.L.C. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		70

FCC 602  
Schedule AFCC Ownership Disclosure Information for the  
Wireless Telecommunications ServicesApproved by OMB  
3060-0769  
See instructions for  
public burden estimate

## Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (If individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (If entity): Rural Cellular Corporation		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: P.O. Box 2000, 3905 Dakota Street SW, Alexandria, MN 56308			
5) Type of Interest in Applicant (D (refer to instructions for list))	6) Disclosable Interest Holder ID e(n): (C) (refer to instructions for list of codes);	7) Percent of Interest Held In Applicant: 100	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C		9) Disclosable Interest Holder's Country of Citizenship: Minnesota	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): N/A			

## Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business	11c) TIN:	11d) Percent of Interest Held:
RGI Group, Inc. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		100
RCC Holdings, Inc. 3805 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		100
TLA Spectrum, L.L.C. 3905 Dakota St. SW, Box 2000, Alexandria, MN 56308	Telecommunications		100